

1 PAUL J. PASCUZZI, State Bar No. 148810  
JASON E. RIOS, State Bar No. 190086  
2 THOMAS R. PHINNEY, State Bar No. 159435  
3 FELDERSTEIN FITZGERALD  
WILLOUGHBY PASCUZZI & RIOS LLP  
4 500 Capitol Mall, Suite 2250  
Sacramento, CA 95814  
5 Telephone: (916) 329-7400  
Facsimile: (916) 329-7435  
6 Email: ppascuzzi@ffwplaw.com  
jrios@ffwplaw.com  
7 tphinney@ffwplaw.com

8 ORI KATZ, State Bar No. 209561  
9 ALAN H. MARTIN, State Bar No. 132301  
SHEPPARD, MULLIN, RICHTER & HAMPTON LLP  
10 A Limited Liability Partnership  
Including Professional Corporations  
11 Four Embarcadero Center, 17<sup>th</sup> Floor  
12 San Francisco, California 94111-4109  
Telephone: (415) 434-9100  
13 Facsimile: (415) 434-3947  
Email: okatz@sheppardmullin.com  
14 amartin@sheppardmullin.com

15 Attorneys for The Roman Catholic Archbishop of  
16 San Francisco

17 UNITED STATES BANKRUPTCY COURT

18 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

19 In re  
20 THE ROMAN CATHOLIC ARCHBISHOP  
OF SAN FRANCISCO,  
21 Debtor and  
22 Debtor in Possession.

Case No. 23-30564

Chapter 11

**DECLARATION OF JOSEPH J.  
PASSARELLO IN SUPPORT OF  
DEBTOR'S MOTION FOR ORDER  
EXTENDING EXCLUSIVITY PERIODS  
[11 U.S.C § 1121(d)]**

24 Date: December 14, 2023  
25 Time: 1:30 p.m.  
Location: Via ZoomGov  
26 Judge: Hon. Dennis Montali

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Case No. 23-30564

1 I, Joseph J. Passarello, declare as follows:

2 1. I am the Senior Financial Director and former Chief Financial Officer (“CFO”) of  
3 The Roman Catholic Archbishop of San Francisco, the debtor and debtor in possession herein  
4 (“RCASF” or the “Debtor”). I have been the CFO of the RCASF since January 2014. Before that,  
5 I have been the CFO for several other companies including Serena Software, Aptina Imaging, AMI  
6 Semiconductor, and Therma-Wave, Inc. I have a Master of Business Administration from Santa  
7 Clara University and a Bachelor of Science in Economics and Business Administration from St.  
8 Mary’s College. In the course and scope of my duties as Senior Financial Director and formerly as  
9 CFO, I am familiar with the record keeping practices and policies of the RCASF and how it regularly  
10 maintains its business records.

11 2. All facts set forth in this Declaration are based on my personal knowledge, upon  
12 information supplied to me by people who report to me, upon information supplied to me by the  
13 RCASF’s professionals and consultants, upon my review of relevant documents, or upon my opinion  
14 based on my experience and knowledge regarding the RCASF’s operations, financial condition, and  
15 related business issues. The documents submitted herewith, referenced herein or otherwise relied  
16 upon by me for purposes of this Declaration are the business records of the RCASF, prepared and  
17 maintained in the ordinary and regularly conducted business activity of the RCASF, and used by me  
18 for those purposes. If I were called upon as a witness, I could and would testify competently to the  
19 facts set forth herein, and I am authorized to submit this Declaration on behalf of the RCASF.

20 3. I make this declaration in support of the *Debtor’s Motion for Order Extending*  
21 *Exclusive Periods*, filed concurrently herewith (the “Motion”).<sup>1</sup>

22 4. During the initial months of this Chapter 11 Case, the Debtor has focused on a  
23 smooth transition into Chapter 11 and obtaining essential first day and other relief, including the  
24 First Day Motions as described in the Motion.

25 5. The Debtor also timely filed its Schedules of Assets and Liabilities and Statement of  
26 Financial Affairs, as well as its first two monthly operating reports.

27  
28 <sup>1</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

1           6.       The Debtor filed this bankruptcy case for the Bankruptcy Court's protection and the  
2 protection of the bankruptcy laws to make fair and equitable payment on all of the claims against it,  
3 including the claims by survivors of abuse, trade creditors, and others, while continuing its ministries  
4 and support it offers to Catholic parishes and communities.

5           7.       The Debtor has engaged constructively with the Committee since it was appointed  
6 and retained counsel to facilitate requests for documents and information from Debtor and potential  
7 abuse claimants.

8           8.       The claims the Debtor expects to be asserted, in particular claims related to sexual  
9 abuse, present unique complexities of confidentiality, the claims process, and appropriate and  
10 equitable treatment of claims.

11          9.       The nature of the Debtor, as distinct from a more typical corporate Chapter 11 debtor,  
12 contributes to the complexity of the case and resultant need for additional time to propose a plan as  
13 described in detail my Background Declaration filed at the outset of this case.

14          10.      Since the Petition Date, the Debtor has paid its employees, vendors, utilities  
15 providers, the U.S. Trustee, and other post-petition expenses in the ordinary course of business or  
16 as otherwise provided by Court order. The Debtor has the current financial resources to continue to  
17 pay its bills as they come due and will continue to do so.

18          11.      The Debtor has the means and ability to propose a viable plan. The Debtor has  
19 retained the necessary skilled professionals and has actively engaged with the Committee. The  
20 Debtors assets are set forth in its Schedules and support the ability of the Debtor to propose a plan  
21 that meets these objectives.

22          12.      While it is too early in the Chapter 11 Case to identify the terms of a plan, there is  
23 no reason to doubt a feasible plan can be filed.

24          13.      The Debtor's request to extend the Exclusive Periods is needed to allow sufficient  
25 time to propose and negotiate a plan and is not for the purpose of pressuring creditors.

26          14.      The Debtor's key assets essential to a plan include its portfolio of insurance policies  
27 from which it will pursue coverage to help compensate abuse survivors and the Debtor has been  
28 actively engaged with its insurers as well as the Committee on the matters that need to be addressed

1 to move this case forward towards mediation and development of a plan.

2 I declare under penalty of perjury that the foregoing is true and correct. Executed on  
11/16/2023

3 November \_\_, 2023 at San Francisco, California.

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DocuSigned by:  
*Joe Passarello*  
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JOSEPH J. PASSARELLO